

Exhibit 2

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To Fee Application
Summary of PwC's Fees By Professional
For the period January 2014

Professional Profiles
W.R. Grace & Co. Time Tracking - Global Restructuring
For the period January 2014

Name of Professional	Position with the Firm	Number of Years in Profession	Project	Hourly Bill Rate	Total Hours	Total Compensation
Ron Gale	Tax Principal	20+	Japan / Italy / Lux Integration Transaction	605	5.3	3,206.50
Michael Urse	Tax Partner	30+	Japan / Italy / Lux Integration Transaction	875	6.8	5,950.00
David Shapiro	Tax Principal	18+	Japan / Italy / Lux Integration Transaction	840	0.6	504.00
Todd Chesla	Tax Director	8+	Japan / Italy / Lux Integration Transaction	425	7.5	3,187.50
Valery Civilio	Tax Principal	17+	Japan / Italy / Lux Integration Transaction	813	2.1	1,707.30
Francois Antoine	Tax Manager	7+	Japan / Italy / Lux Integration Transaction	494	6.0	2,964.00
Thomas Dirick	Tax Manager	7+	Japan / Italy / Lux Integration Transaction	494	6.0	2,964.00
				Total	34.3	20,483.30

Time Spent Preparing this Fee Application for Reporting to the U.S. Bankruptcy Court

Totals	<u>0</u>	\$ <u>0</u>
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Summary of PwC's Fees By Project Category:
For the period January 2014

Project Category	Total Hours	Total Fees
01-Assets Analysis and Recovery		
02-Asset Disposition		
03-Business Operations		

04-Case Administration		
05-Claim Analysis Objection & Resolution (Asbestos)		
06-Claim Analysis Objection & Resolution (Non-asbestos)		
07-Committee, Creditors', Noteholders', or Equity Holders'		
08-Employee Benefits/Pension		
09-Employee Applications, Applicant		
10-Employment Applications, Others		
11-Financing		
12-Fee Applications, Others		
13-Financing		
14-Hearings		
15-Litigation and Litigation Consulting		
16-Plan and Disclosure Statement		
17-Relief from Stay Proceedings		
18-Tax Issues	34.3	\$20,483.30
19-Tax Litigation		
20-Travel- Non-working		
21-Valuation		
22-ZAI Science Trial		
23-ZAI Science Trial- Expenses		
24-Other		
25-Accounting/Auditing		

26-Business Analysis		
27-Corporate Finance		
28-Data Analysis		
TOTAL:	34.3	\$20,483.30

The nature of the work performed by PwC during the covered period included the following.

The Applicant provided the following tax services:

- (i) Research, analysis, discussions and preparation of PowerPoint slide deck outlining proposed cash management strategy for Luxembourg holding company structure.
- (ii) Research, analysis, discussions and preparation of PowerPoint slide deck outlining proposed Italy and Japan transactions including additional alternatives to avoid combined 304 issue.
- (iii) PwC Luxembourg's involvement with the above including direct correspondence with WR Grace in Europe.
- (iv) PwC Luxembourg correspondence with Grace US regarding potential inclusion of second US shareholder in Grace Luxembourg.